EXHIBIT B

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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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ADVANCEME, INC., :

Plaintiff, : M8-85

- against - : MEMORANDUM AND ORDER

RAPIDPAY LLC, FIRST FUNDS LLC, MERCHANT MONEY TREE, INC., REACH FINANCIAL LLC, and FAST TRANSACT, INC. d/b/a SIMPLE CASH, :

Defendants. :

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McKENNA, D.J.,

In this patent infringement action pending in the United States District Court for the Eastern District of Texas,[1] plaintiff seeks to compel compliance with a subpoena duces tecum issued in this district to a third-party, Northern Leasing Systems, Inc. ("Northern"), which opposes, on the ground that the subpoena is burdensome.

Plaintiff's basic argument for the relevance of the documents and testimony sought is that "[e]vidence produced by defendants and third parties in the Texas Action indicates that [Northern] is the alter ego of or is acting in concert with one or more defendants [in the Texas Action]." (Pl. Mem. at 1-2.) Specifically, plaintiff claims that documents produced by First

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[1] AdvanceMe, Inc. v. Rapidpay LLC, et al. (Case No. 05-CV-424 LED) (the "Texas Action"). The current discovery cutoff date in the Texas Action is March 2, 2007.

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Funds LLC ("First Funds"), a defendant in the Texas Action, "establish that [Northern] operates as an alter ego of First Funds." (Id. at 5 [citation omitted].)

The parties have devoted a number of pages to accusations of delay and denials thereof. Suffice it to say that the Court does not find that Northern has waived its right to object to the subpoena, nor is Northern entitled to further time to respond to the motion.

The Court has considered the parties' submissions (but not the sealed documents that were not made available to the Court until the return date of the motion).[2]

The Court finds that some portions of the subpoena are supported by arguments that the information requested is, or will lead to, admissible evidence, but that others are not.

The Court directs Northern to comply with paragraphs 1, 2, 3, 4, 5, 7, 12, 20, 24, 25 and 26. Northern need not respond to the remaining paragraphs which either do not seek information which is, or will lead to, admissible evidence, or which can be (or could have been) readily obtained from First Funds in the Texas Action, or are a "fishing expedition," or are unclear.

Northern is to produce the information requested in paragraphs 1, 2, 3, 4, 5, 7, 12, 20, 24, 25 and 26 of the subpoena and such representative or representatives as it may designate to testify as soon as feasible.

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[2] Such documents will, however, be filed, under seal.

Plaintiff is to request an extension of the March 2, 2007 discovery date to accommodate the above. If the parties cannot agree on a schedule, they are to contact the undersigned.[3]

SO ORDERED.

Dated: February 28, 2006

Lawrence M. McKenna
U.S.D.J.
Part I

[3] If any documents to be produced by Northern reflect trade secrets, they may (as plaintiff agrees) be designated as "Confidential" or "Confidential Outside Counsel Eyes Only," as appropriate, pursuant to the Stipulated Protective Order in place in the Texas Action. If any such documents are privileged, Northern is to provide a privilege log covering the documents.